

AY
ETS



WHO'S
ZOOMIN'
WHO?



499

STAGE DOOR

RESTRICTED AREA

NO ADMITTANCE

BACKSTAGE

OR IN

DRESSING ROOMS

AUTHORIZED PERSONNEL ONLY

FIREWAY OF LOVE
Sax Solo: Clarence Clemons

ANOTHER NIGHT

SWEET BITTER LOVE

WHO'S ZOOMIN' WHO

SISTERS ARE DOIN' IT FOR THEMSELVES
Duet With The Eurythmics

UNTIL YOU SAY YOU LOVE ME

PUSH
Duet With Peter Wolf
Guitar Solo: Carlos Santana

AIN'T NOBODY EVER LOVED YOU

INTEGRITY
Trumpet Solo: Dizzy Gillespie

PRODUCED BY
NABADA MICHAEL WALDEN
FOR PERFECTION LIGHT
PRODUCTIONS

"SWEET BITTER LOVE"
AND "INTEGRITY"
PRODUCED BY
ARIETHA FRANKLIN

"SISTERS ARE DOIN' IT
FOR THEMSELVES"
PRODUCED BY
DAVE STEWART

Clarence Clemons appears courtesy of Columbia Records.
Carlos Santana appears courtesy of Columbia Records.
The Eurythmics appear courtesy of RCA Records.
Peter Wolf appears courtesy of Fair Records.



ARISTA
A18-8286



FREEWAY OF LOVE

(Narada Michael Walden & Jeffrey Cohen)

Now you'd be a vision in white
Knew you get those pants so tight?
Don't know what you're doin'
But you must be livin' right

We got some places to see
I brought all the mops with me
So jump right in...Ain't no sin
Take a ride in my machine

City traffic movin' way too slow
Drop the pedal and go...go...go
Goin' ridin' on the freeway of love
Wind's against our back
Goin' ridin' on the freeway of love
In my pink Cadillac
Goin' ridin' on the freeway of love
Wind's against our back
Ain't we ridin' on the freeway of love
In my pink Cadillac?

Never you mind the exit signs
We got lots of time
We can't quit 'til we get
To the other side

With the radio playin' our song
We keep rollin' on
Who knows how far a car can get
Before you think about slowin' on down

City traffic movin' way too slow
Drop the pedal and go...go...go

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Musicians:

Drums & Percussion-Narada Michael Walden
Synch. Bass-Randy Jackson
Guitars-Corrado Rustici
Keyboards-Walter Afonsoff
Keyboards (Vibes)-Preston Glass
Tombourine-Creg Gowanoy
Percussion-The "Santitas" Rhythm Section
Background Vocals-Sylvester, Jeanie Tracy, Vicki Randle,
Jim Gilstrop, Preston Glass, Kitty Beethoven,
Loundon Van Kendrick
Sax Solo-Clarence Clemons

ANOTHER NIGHT

(Ray Freelead, Beppie Cantrell)

All my friends got to ask if I'm shattered
I say the past is the past and it no longer matters
I've made my mind up, I can take it
I'll be fine even if I got to loko it
I'll keep surviving

(Chorus)

Another night without you
Another night I know I can get through
Another night, it ain't lonely
Another night I won't be lonely
(go to first 1/2, 2nd chorus)

Use to search in the crowd to find you
But I don't feel like it now, so don't look behind you
You better face it, I won't be calling
I hit my stride when the evening is falling.
I'm gonno make it

(Chorus)

OO...Another night without you
Another night I'm gonno hold on
Another night, it ain't long
Another night I won't be lonely
Another night without you
Another night I'm gonno live just
Another night, it ain't much
OO...Another night without your touch...oo

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Musicians:

Drums & Percussion-Narada Michael Walden
Bass-Randy Jackson
Guitar & Gtr Synch.-Corrado Rustici
Guitar Solo-Roy Gomez
Keyboards-Preston Glass
Keyboards-Walter Afonsoff
Background Vocals-Jim Gilstrop, Sylvester, Vicki Randle,
Jeanie Tracy, Preston Glass, Loundon Van Kendrick,
Nikito Jemione, Kitty Beethoven

SWEET BITTER LOVE

(Van McCoy)

Sweet Bitter Love
The taste still lingers through
Through my helpless fingers
You slipped away
Sweet bitter love
What joy you taught me
What pain, what pain you brought me
In so short a stay

Where there was hope
There's an empty shell
Oh sweet, sweet bitter love
Why have you awoken
And then forsaken
A trusting heart like mine?

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Musicians:

Keyboards-Not Advertiser Jr.
Drums-Yogi Horton
Bass-Louis Johnson
-William Powell
-Robert Kondor
Percussion-Svea Kiron
Guitar-Stevs Khon
String arrangements by Paul Riser

WHO'S ZOOMIN' WHO

(Narada Michael Walden, Preston Glass & Aretha Franklin)

You walked in on the sky
Scopin' for love
In the crowd, I caught your eye
You can't hide your stuff

You came to catch
You thought I'd be naive and tame
You met your match
I beat you at your own game

(Chorus)

Who's zoomin' who, take another look, tell me baby
Who's zoomin' who...oh...
Who's zoomin' who, now the fish jumped off the telephone
Didn't I baby...Who's zoomin' who (repeat)

Guess you believed the world
Pleds by your rules
Here stands an experienced girl
Nobody's fool...

Don't speculate
You thought you had me covered, but
I've got your ball
I've made my mind up, I can take it

(Chorus)

You think you're smooth
That you can pick and choose
When the time is right...
But, just look behind, you'll be surprised to find
I'm gonno make you mine tonight...oh

(Chorus)

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Musicians:

Drums & Acoustic Piano-Narada Michael Walden
Synch. Bass-Randy Jackson
Guitars-Corrado Rustici
Keyboards-Walter Afonsoff
Keyboards-Preston Glass
Background Vocals-Jim Gilstrop, Loundon Van
Kendricks, Jeanie Tracy, Vicki Randle, Preston Glass,
Sylvester, Randy Jackson

SISTERS ARE DOIN' IT FOR THEMSELVES

(Lennox/Stewart)

Now there was a time when they used to say
That behind every "great man"
There had to be a "great woman"
And in these times you'll change you know
That it's no longer true
So we're comin' out of the kitchen
'Cause there's somethin' we forgot to say to you (we say)

Sisters are doin' it for themselves
Standin' on their own to feet
And inagin' on their own bells
Sisters are doin' it for themselves

Now this is a song to celebrate
The conscious liberation of the female state!
Mothers -daughters and their daughters too
Woman to woman
We're singin' 'with you
The "inferior sex" got a new exterior
We got doctors, lawyers, politicians too
Everybody's take a look around
Can you see-can you see-can you see
There's a woman right next to you
(Chorus Repeats)

Now we ain't main' stories
And we ain't 'lovin' plans
'Cause a man still loves a woman
And a woman still loves a man
(Just the same though)

Proudced by David A. Stewart
Composed by Lennox/Stewart

© 1985 RCA Music & Blue Network Music (ASCAP)
Originally mastered by Stephen Marcussen at Precision Locquet, L.A.

Musicians:

Vocals & Keyboards-Annie Lennox
Guitar and Keyboards-David A. Stewart
"Super" vocals-Aretha Franklin
Gospel choir-The Charles Williams Singers
Organ-Benjamin Trench
Drums-Stan Lynch
Lead Guitar-Mike Cambell
Bass-Nathan East
Engineered by Adam Williams & Don Smith
Assistant engineer-Jay Willis
Drums recorded by Shelley Yokes
Mixed by David A. Stewart & Don Smith

UNTIL YOU SAY YOU LOVE ME

(Narada Michael Walden & Preston Glass)

Deep inside
Four lonely walls
That's where I find protection from the rain
Since you've gone
My only friend is yesterday...

Don't make a sound
Waiting here, for you to change your mind...
(But you never call
I'm lost in the tears I hide behind...
(Chorus)
Oh, that's where I'll be
Until you say you love me,
That's where I'll be
Until you say you love me...
Late at night
I toss and turn,
Red lips igniting new flames
I'd give the world
To prove my love for you is strong...
All you left
(Was) confusion and doubt,
Unanswered questions, just where did I fail?
I'm hurt and helpless
Inside a cold old empty shell

(Chorus)
Oh, that's where I'll be
Until you say you love me,
That's where I'll be
Until you say you love me...

(Bridge)
You see my reason for living
In your arms, I found my home
Love's willing here for the giving,
Like a stone
(Chorus)
Oh, that's where I'll be
Until you say you love me
That's where I'll be
Until you say you love me...
(Chorus)
You see my reason for living
In your arms, I found my home
Love's willing here for the giving,
Like a stone

(Chorus)
Oh, that's where I'll be
Until you say you love me
That's where I'll be
Until you say you love me...
(Chorus)
You see my reason for living
In your arms, I found my home
Love's willing here for the giving,
Like a stone

(Chorus)
Oh, that's where I'll be
Until you say you love me
That's where I'll be
Until you say you love me...
(Chorus)
You see my reason for living
In your arms, I found my home
Love's willing here for the giving,
Like a stone

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Musicians:

Drums & Percussion-Narada Michael Walden
Synch. Bass-Randy Jackson
Guitars-Corrado Rustici
Keyboards-Preston Glass
Keyboards-Walter Afonsoff
Background Vocals-Sylvester, Jeanie Tracy, Vicki Randle,
Jim Gilstrop

PUSH

(Narada Michael Walden & Jeffrey Cohen)

Heavy traffic in the street...stay on your toes
Anbody that you meet...can leave you exposed
But if me that you'll see here whenever you arrive
It's the one to see you free...and keep you alive

(Chorus)

You got to push it harder...To make it through the night
It's just a little farther...I'll see the light
So hold on tight

Secret passage in the dark...open for you
You've been waiting to embark...time to go through
When you down in the sound of a heartbeat everywhere
Better break for higher ground...high as you dare

When you're lost at sea...and all alone
You can follow me...all the way home...home
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Musicians:

Drums & Percussion-Narada Michael Walden
Synch. Bass-Randy Jackson
Guitar-Corrado Rustici
Solo Guitar-Carlos Santana
Keyboards-Walter Afonsoff
Keyboards-Preston Glass
Background Vocals-Aretha Franklin, Peter Wolf,
Jeanie Tracy, Karen Bennington, Loundon Van Kendrick,
Craig Thomas

AIN'T NOBODY EVER LOVED YOU

(Narada Michael Walden & Jeffrey Cohen)

I've seen you hangin' out
Looking like you know what life's about
You're jivin', laughin' with your friends,
But baby that ain't where the world ends

You're foolin' with the drug-store boys
Lookin' cool, and actin' so coy
Well you work your walk, you talk your talk
Ready or not, I'm gonno open your eyes, baby
Nothing gonna change your mind
I'll keep hangin' round your door
Who keep looking when you find
My livin' that's for sure

(Chorus)

Ain't nobody ever loved you
Like I'm gonno love you, yeah, yeah
Ain't nobody ever loved you
Like I'm gonno love you, yeah, yeah
Don't freak out on 14th Street
Fifteen different boys at your feet
At your feet

You're playin' all those sidewalk games
Red lips igniting new flames
I'm gonno turn you out
Put you upside down inside out
Gonna take your mind
Gonna treat you line
Baby, baby, I'm makin' you mine, oll mine

You don't need no magazine
To tell you what to do
Baby since I'm on the scene
Say I'll take care of you

(Chorus)

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Musicians:

Keyboards, Drums & Percussion-
Narada Michael Walden
Bass-Randy Jackson
Guitars-Corrado Rustici
Steel Drum-Andy Norell
Keyboards-Walter Afonsoff
Keyboards-Preston Glass
Percussion-The "Santitas" Rhythm Section
Background Vocals-Sylvester, Jim Gilstrop, Vicki Randle,
Jeanie Tracy, Preston Glass, Loundon Van Kendrick,
Kitty Beethoven

INTEGRITY

(Aretha Franklin)

Let me run this by you
I know that you been 'avin' me
And you're as cold as you can be
But I leave room for something real
If it something that you ever feel
You don't live up to the expected
And your true feelings you've neglected
Don't worry about it, your love I can do without it
Move over baby 'cause you're really in the way
Something really good is gonna happen today
If you can't dig on me and really bring it home
Try being a man on your very own

(Chorus)

And if you're not for me, at least use some integrity

Why don't you use some integrity

I know that you got your daddy's way

But your daddy's day was yesterday

Time has moved on and things have changed

Ladies' priorities re-arranged

But what you give is so underrated

Well, one would think there was no one but you

And you're the very thing to make you blue

Do I make you feel insecure?

Tell me, do you need control

Would it help you just to know

You've won my heart and you're on a roll

And it ain't been told a woman's love as sweet as mine

You're a star and I help you shine

There's a good woman behind every man

Let's go from one and revise the plan

Do the do for me

And it ain't been told a woman's love as sweet as mine

You're a star and I help you shine

There's a good woman behind every man

Let's go from one and revise the plan

(Chorus)

And if you love, if not for me

All I need use some integrity, come on

Why don't you use some integrity

Put the word in your vocabulary

Look it up in your dictionary

Don't run your jive on me

Well you wanna be trusted

But you sho' been busted

You think ladies are toys

I like the big boys

Yes I do

With integrity

Talkin' about non-committal

All that is, my man, is about givin' a lot for a little

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Musicians:

Keyboards: Nat Alderley, Jr.

Drums: Yagi Horton

Bass: Louis Johnson

-Robert Kondor

Percussion: Steve Kiron

Guitar: Steve Kiron

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ALB-8286/8 1985 Arista Records, Inc.

Aretha Paintings: Artis Lane

Hair: Webster McKnight

Make-up: Carol Williams

Stylist: Jane Hoffman Davenport

Coat of Dress by: Betsy Johnson

Sho: Paris, Scarf by In-Wear Matinique

Photo: Kenneth Cole

Producer: John Pinderhughes

Art Director: Dann Davenport



Recorded at:

The Autumns, San Francisco

United Sound, Detroit

The Plant, Sausalito

Right Track, New York

Chief Engineer: Dr. Dave Frazer

Additional Mixing: Michael Brauer

2nd Engineers: Maureen "Mo-Mo" Doney, Roy Pyle, Dana

Chappelle

Clarence Clemons appears courtesy of Columbia Records

Carlos Santana appears courtesy of Columbia Records

The Earthlings appear courtesy of RCA Records

Peter Wolf appears courtesy of EMI Records

Aretha's Special Thanks:

Artes, Artis & Arista...Aretha, Clive and Narada-Supreme!!

Can you believe we really worked fabulously together?

With my special thanks to all of the people who contributed

to the completion of this album: musicians, singers,

producers, Dann Davenport, Kenneth Reynolds-and-

welcome aboard Ed Eckstine and Tony Anderson!-the

R&B Promotion team, Art Mardin, Paul Kiser for "Sweet

Bitter Love," Narada-Inoue a Gem-and, as always,

Clive Davis put the right combination together. I

particularly appreciate his good taste in letting me

produce two sides of my own! (Smile) Arts Lane-an

obviously very talented and gifted lady. Tony, I am

comfortable now giving the ball to the premiere running

backs, Arista and RCA!

Without further adieu, we give you "Who's Zoomin' Who?"

Narada's Special Thanks:

Special thanks to our Father Supreme for blessing our souls

with strength, patience and love. Sister Aretha-you are

my/like Queen. Your inspiration-straight from the highest

mountain, your emotion-as full as the deepest sea, your

voice-as smooth as a Cadillac limousine...Pluck a grape

and let the music begin. I love you.

Clive Davis-your visionary overview proved to be

immeasurable. Thank you always.

Roy (Commando) Loin-salute your dedication and devotion

to this project in every way. May you ride many a golden

freeway with love as your guide.

Ed (Arrow Of Light) Eckstine-our transformed heart and

mind divine touch and illumine all. Thank you.

Barbara Bergen-Speed is your game, service is your name.

Without you there would be no light switch. Thank you.

To all at Arista-From the girl at the front reception desk

to those on the road manhandling music to masses-Peace

be with you.

To Sambhava (Gregg DiLavine)-You have been essential to

the organization and financial goodwill of this project.

May you ride always with a tank of supreme unleaded

and a smooth melody over the radiats.

David Robinson-The tracks were cut at your immortal studio:

The Autumns.

Thanks for all the good times and your heart's blazing sun.

To all my cats on the way-The King, The Rock, Tiger Head,

Baby Love, Miss Kitty, Liondorn, Peter Wolf and Carlos

Santana-I love and appreciate all your performances.

Thank you always.

To my Engineers-David Frazer, Michael Brauer and all the

assistants-you gave it your very best. Thank you.

To Mokshagun (Clarence Clemons)-You are the liberation

fire. Love to you.

To Michelle Goulet-I met you in Detroit, I'll see you on

Broadway. You're a great talent

And last but not least to my partners in crime: Preston Glass

and Jeffrey Cohen.

Your writing, as usual, is contagious, and, in a way, somewhat

likeable.

Groove me all night long...

To anyone I have left out-may it always be a swinging affair!

Love and Joy-Narada.

ARISTA

**ARETHA FRANKLIN
WHO'S ZOOMIN' WHO?**

AL 8-8286

(U.S. 4285 SA)
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Records, Inc.

**SIDE 1
33 1/3 RPM**

1. **FREEWAY OF LOVE** (Words: Michael Walden, Arsenio Conley) (3:00)
2. **ANOTHER NIGHT** (Music: George Clinton, Lyrics: Ray Charles) (4:50)
3. **BITTER BITTER LOVE*** (Van McCoy) (5:11)
4. **WHO'S ZOOMIN' WHO** (Words: Michael Walden, Preston Glass, Arsenio Conley) (6:43)

Produced by Dennis Michael Walden for Paragon Light Productions
*Inspired by Aretha Franklin
Executive Producer: Sara Davis
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ARISTA

ARETHA FRANKLIN
WHO'S ZOOMIN' WHO?

AL 8-8286

(AL 26989-88)
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SIDE 2
33 1/2 RPM

1. **BETTER ARE DOWN'N' FOR THEMSELVES**** (3:44)
(Duet with The Baryshnikovs) (Arista Lyrics: Dave Stewart)
2. **UNTIL YOU SAY YOU LOVE ME** (4:22)
(Arista Lyrics: Motown Writers - Pauline Robson)
3. **NEVER KNOWBOY EVER LOVES YOU** (4:52)
(Arista Lyrics: Michael Wildgen - Jeffrey Cohen)
4. **BURN** (Duet with Brian Wolff) (3:52)
(Arista Lyrics: Michael Wildgen - Jeffrey Cohen)
5. **WTFSCOTTY** (Arista Lyrics) (4:28)
Produced by Narada Michael Walden for Perfection Light Productions

**Produced by Arista Records

**Produced by Dave Stewart

Executive Producer: Gene Davis

www.arista.com

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